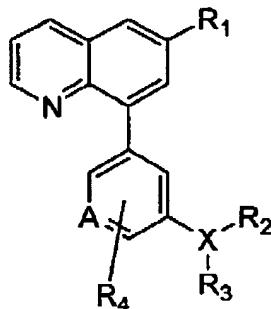


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This listing of claims will replace all prior versions and listing of claims in the application:

**Amendments to Claims**

1. (Original) A compound represented by Formula (I):



(I)

or a pharmaceutically acceptable salt thereof, wherein

A is C or N;

X is phenyl, pyridyl, pyrazinyl, thiaphenyl, quinolinyl, benzofuranyl, oxadiazolyl, diazolylpyridinyl, imidazolylpyridinyl, oxadiazolylphenyl, or benzodioxolyl;

R<sub>1</sub> is hydrogen, halogen; or -C<sub>1-6</sub>alkyl, -cycloC<sub>3-6</sub>alkyl, or -C<sub>1-6</sub>alkenyl group, wherein any of the groups is optionally substituted with 1-6 substituents; wherein each substituent is independently halogen, -OH, -CN, or -SO<sub>2</sub>-C<sub>1-6</sub>alkyl;

R<sub>2</sub>, and R<sub>3</sub> are each independently hydrogen, halogen, hydroxyl, -CN, -NO<sub>2</sub>; or -C<sub>1-6</sub>alkyl, -C<sub>2-6</sub>alkenyl, -C<sub>1-6</sub>alkyl(C<sub>2-6</sub>alkenyl)<sub>2</sub>, -C<sub>0-4</sub>alkyl(C<sub>3-6</sub>cycloalkyl)<sub>2</sub>, -C<sub>0-6</sub>alkyl-N(C<sub>0-6</sub>alkyl)<sub>2</sub>, -C<sub>0-4</sub>alkyl-O-C<sub>1-6</sub>alkyl, -C<sub>1-6</sub>alkyl-phenyl, -C<sub>0-6</sub>alkyl-SO<sub>2</sub>-C<sub>1-6</sub>alkyl, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-4</sub>alkyl, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl-phenyl, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-4</sub>alkyl-O-C<sub>0-6</sub>alkyl, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl-O-C<sub>0-6</sub>alkyl-O-C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl, -C<sub>2-6</sub>alkenyl-C(O)-C<sub>0-4</sub>alkyl-O-C<sub>0-6</sub>alkyl, -C<sub>0-4</sub>alkyl-C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl, -C<sub>0-6</sub>alkyl, -C<sub>0-4</sub>alkyl-C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl-N(C<sub>0-6</sub>alkyl)<sub>2</sub>, -C<sub>0-4</sub>alkyl-C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl-C(O)-C<sub>0-6</sub>alkyl-O-C<sub>0-6</sub>alkyl, -C<sub>2-6</sub>alkenyl-C(O)-C<sub>0-4</sub>alkyl-O-C<sub>0-6</sub>alkyl, -C<sub>2-6</sub>alkenyl-C(O)-C<sub>0-4</sub>alkyl-N(C<sub>0-6</sub>alkyl)-pyridyl, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-4</sub>alkyl-N(C<sub>0-4</sub>alkyl)<sub>2</sub>, -C<sub>0-6</sub>alkyl-C(O)-C<sub>0-4</sub>alkyl-N(C<sub>0-4</sub>alkyl)-C<sub>3-6</sub>cycloalkyl, -SO<sub>2</sub>-C<sub>0-6</sub>alkyl-(C<sub>0-6</sub>alkyl-phenyl)(C<sub>0-6</sub>alkyl-phenyl), -C<sub>0-4</sub>alkyl-SO<sub>2</sub>-C<sub>0-4</sub>alkyl-C<sub>3-6</sub>cycloalkyl-C<sub>0-4</sub>alkyl-C(O)-C<sub>0-4</sub>alkyl-O-C<sub>0-4</sub>alkyl, -S(O)-C<sub>0-6</sub>alkyl, -P(O)(O-C<sub>0-4</sub>alkyl)(O-C<sub>0-4</sub>alkyl), -C<sub>2-6</sub>alkenyl-C(O)-C<sub>0-4</sub>alkyl-N(C<sub>0-4</sub>alkyl)-pyridyl, -S-

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C1-6alkyl, -C0-6alkyl-N(C0-6alkyl)-C(O)-C0-6alkyl, -C0-6alkyl-N(C0-6alkyl)-C(O)-N(C0-6alkyl)2, -C0-4alkyl-S-C1-4alkyl-oxadiazolyl(C0-4alkyl), -C0-4alkyl-C(O)-C0-4alkyl-phenyl, -C0-4alkyl-O-C0-4alkyl-phenyl, -C0-4alkyl-C3-6cycloalkyl-C0-4alkyl-tetrazolyl, -SO2-N(C0-4alkyl)2, -C0-4alkyl-S-C0-4alkyl-thiadiazolyl(C0-4alkyl), -C0-4alkyl-S-C0-4alkyl-diazolyl(C0-4alkyl), -C0-4alkyl-S-C1-4alkyl-Si(C0-4alkyl)3, -C0-4alkyl-S-C0-4alkyl-phenyl(C0-4alkyl), -C0-4alkyl-S-C0-4alkyl-C(O)-C0-4alkyl-O-C0-4alkyl, or -C0-4alkyl-S-C0-4alkyl-C3-6cycloalkyl-C0-4alkyl-C(O)-C0-4alkyl-O-C0-4alkyl, wherein any alkyl, cycloalkyl, alkenyl, phenyl, or pyridyl are each optionally substituted with 1-9 independently halogen, hydroxyl, -C0-4alkyl-O-C1-6alkyl, or -C0-4alkyl-S-C1-6alkyl;

optionally, R2 forms =O with an adjoining bond;

R4 is hydrogen, or halogen; and

any ring nitrogen optionally forms *N*-oxide or *N*-chloride.

2. (Original) The compound according to claim 1, wherein A is C.

3. (Original) The compound according to claim 2, wherein X is phenyl.

4. (Original) The compound according to claim 2, wherein X is thiaphenyl.

5. (Original) The compound according to claim 2, wherein X is benzofuranyl.

6. (Original) The compound according to claim 2, wherein X is pyridyl.

7. (Original) The compound according to claim 2, wherein X is pyridyl and

8. (Original) The compound according to claim 2, wherein X is quinolinyl.

9. (Original) The compound according to claim 2, wherein X is oxadiazolyl.

10. (Original) The compound according to claim 2, wherein X is diazolylpyridinyl or imidazolylpyridinyl.

11. (Original) The compound according to claim 2, wherein X is pyrazinyl.

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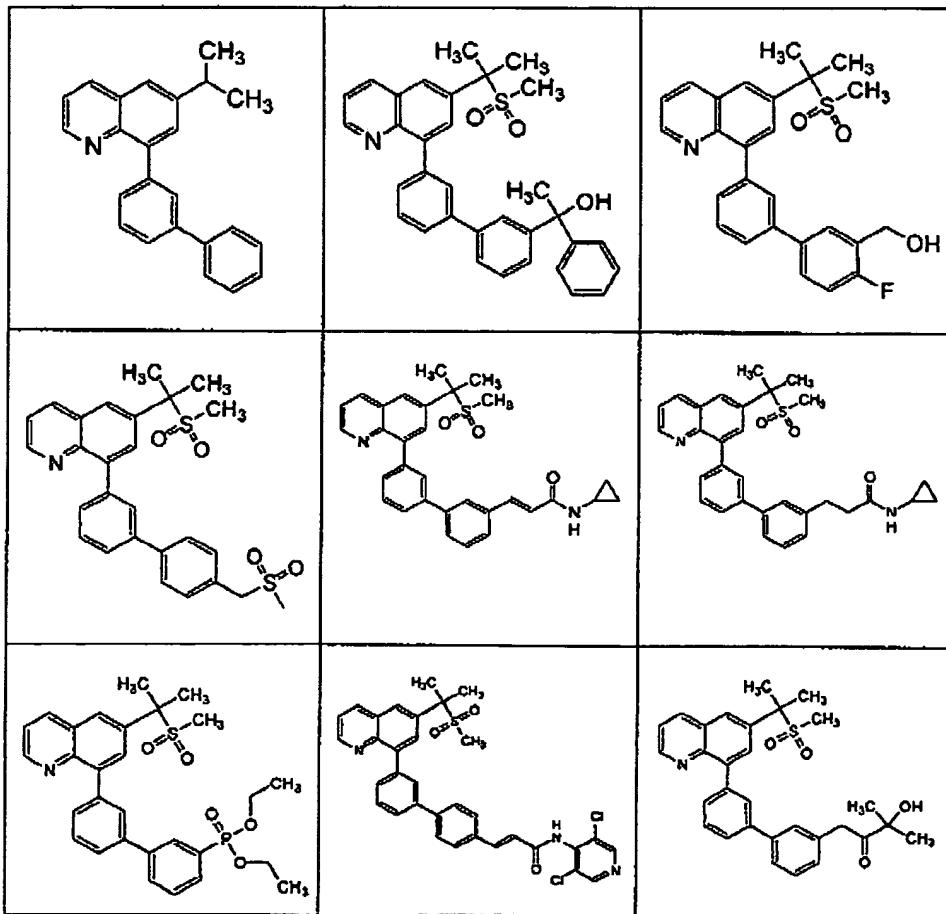
12. (Original) The compound according to claim 2, wherein X is oxadiazolylphenyl.

13. (Original) The compound according to claim 2, wherein X is benzodioxolyl.

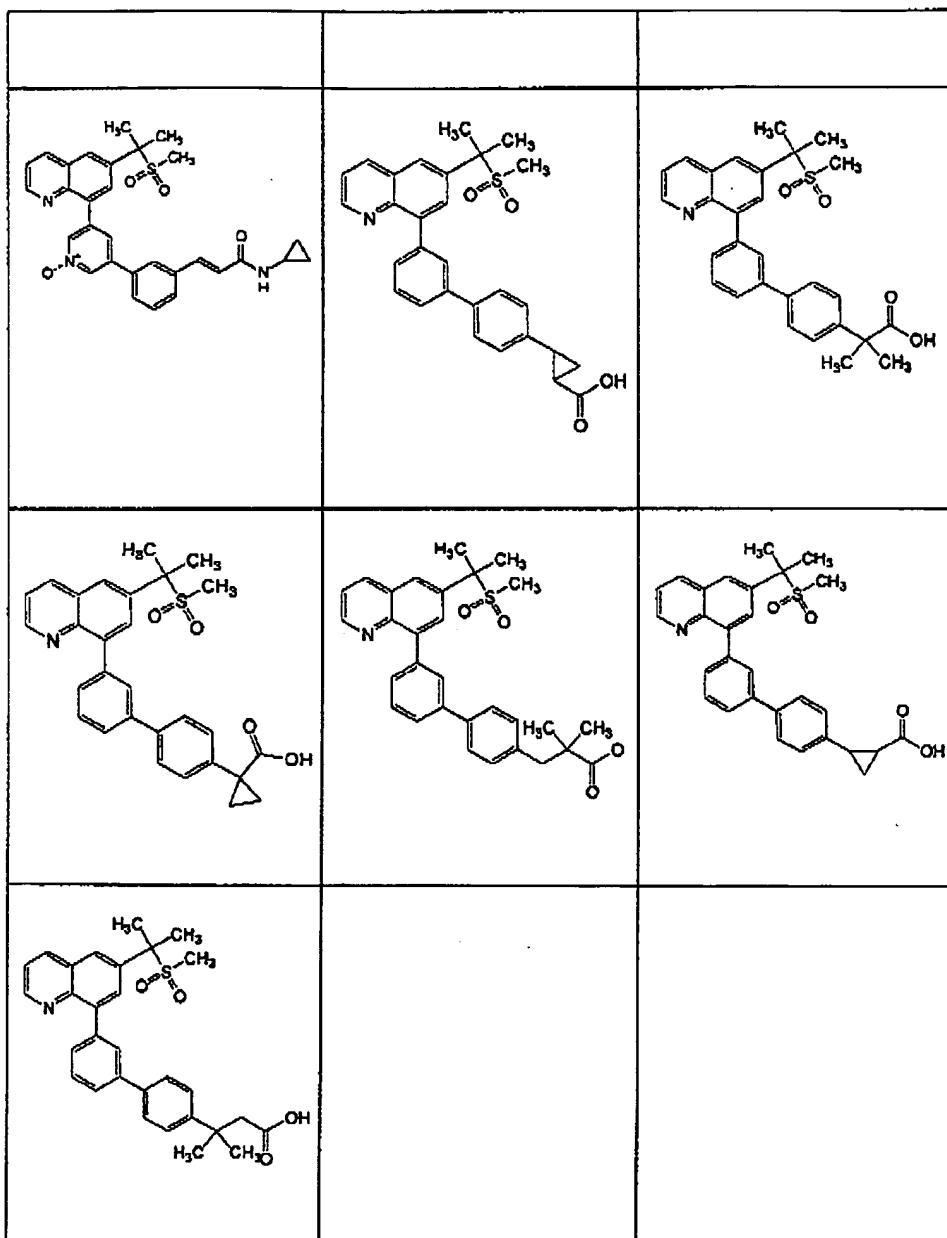
14. (Original) The compound according to claim 1, wherein A is N.

15. (Original) The compound according to claim 14, wherein X is phenyl.

16. (Original) The compound according to claim 1, represented by



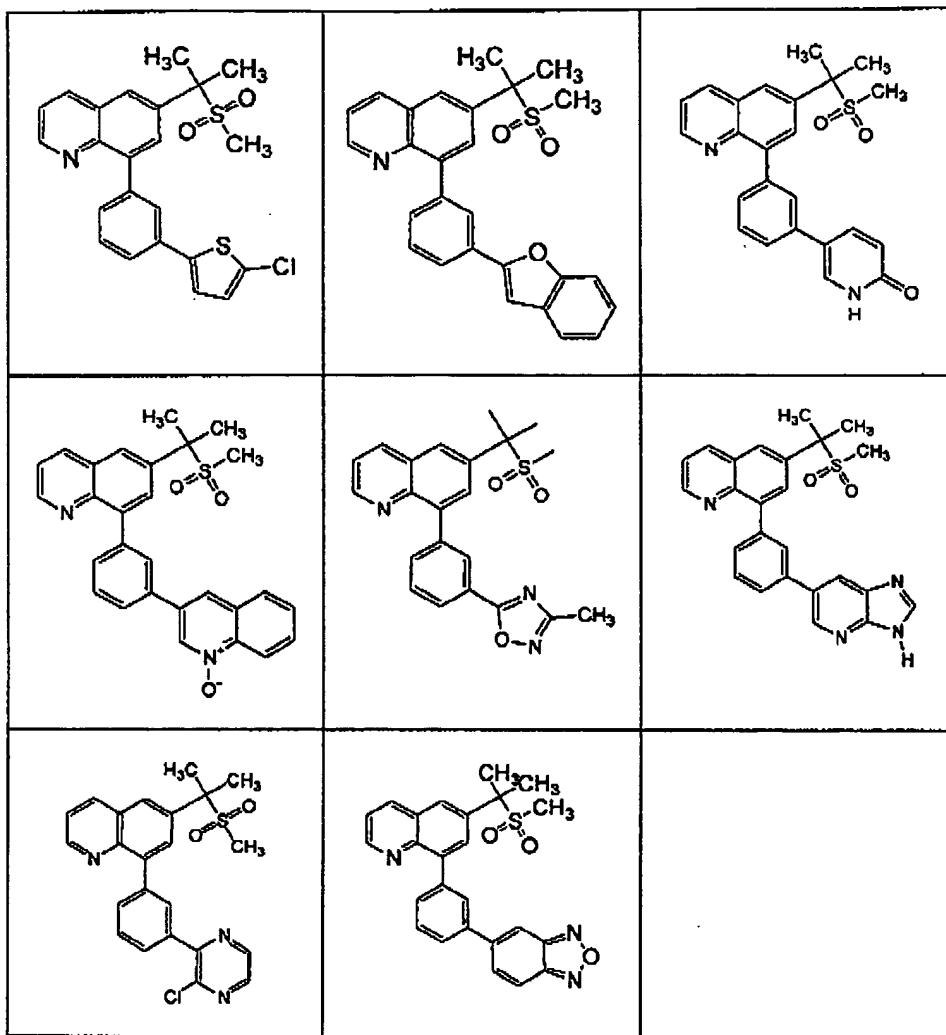
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or a pharmaceutically acceptable salt thereof.

17. (Original) The compound according to claim 1, represented by

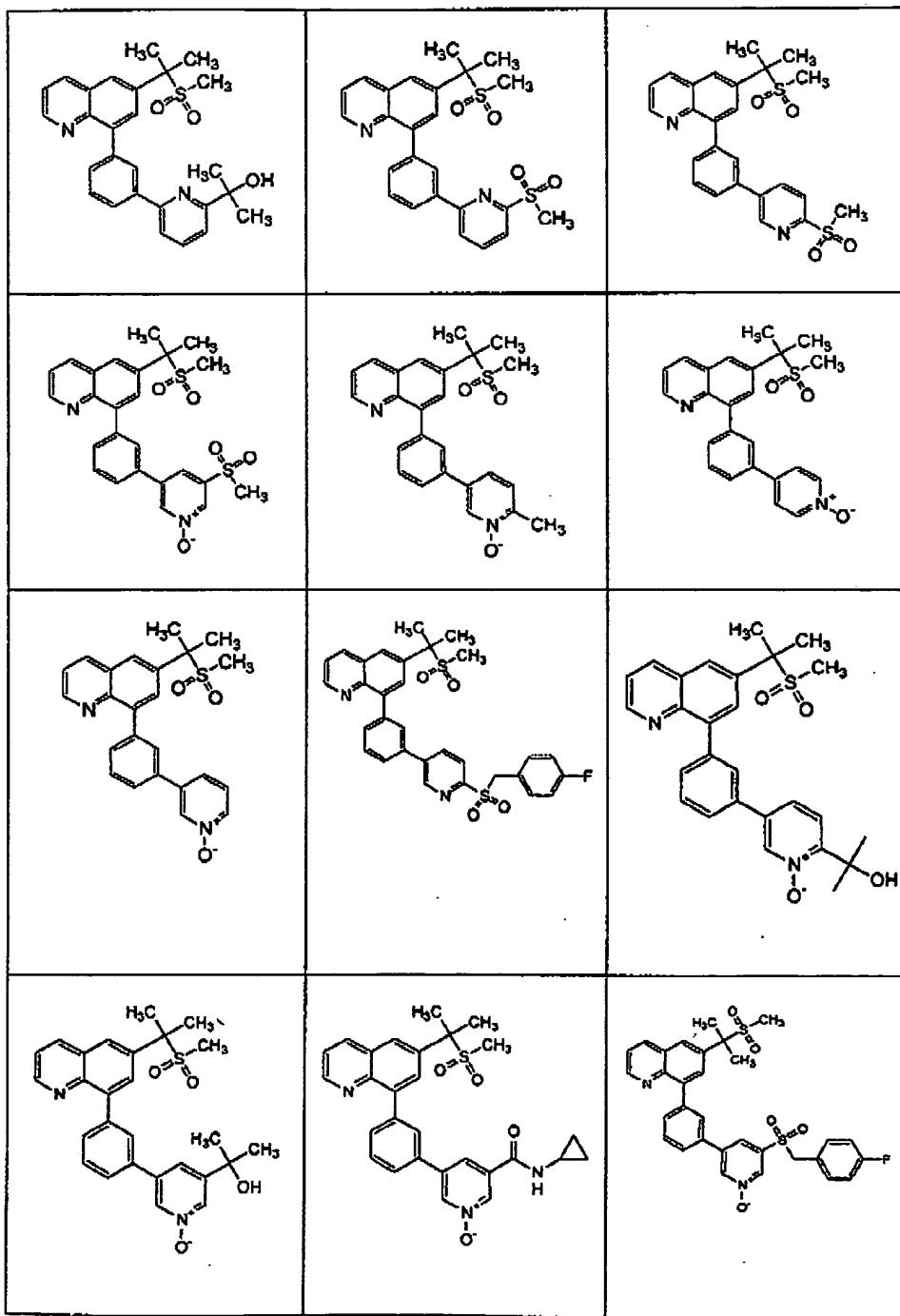
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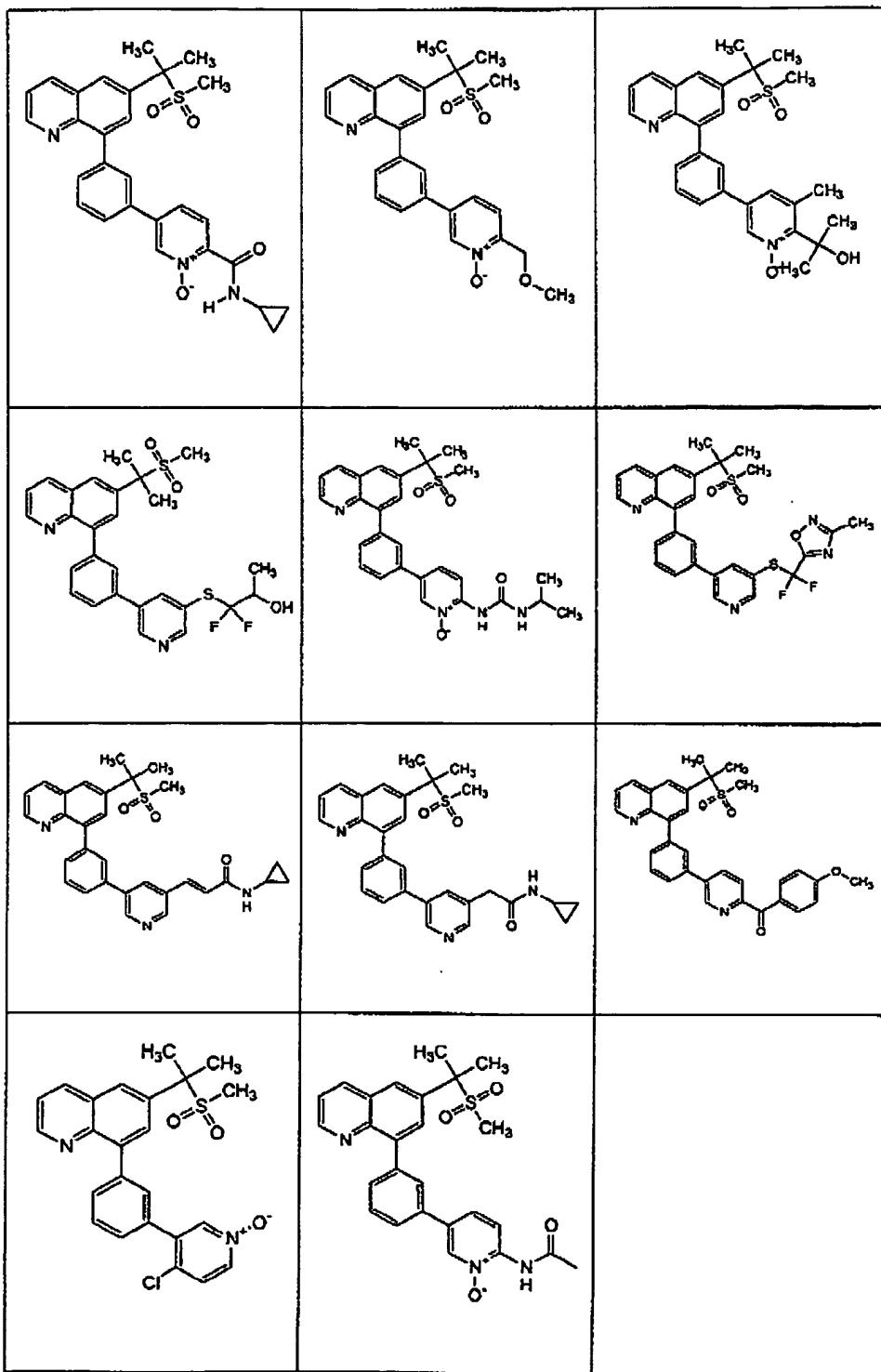
or a pharmaceutically acceptable salt thereof.

18. (Original) The compound according to claim 1, represented by

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or a pharmaceutically acceptable salt thereof.

19. (Original) The compound according to claim 1, consisting of  
6-isopropyl-8-(4'-methanesulfonyl-biphenyl-3-yl)-quinoline;  
1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-  
ethanone;  
1-{3-hydroxy-3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-  
4-yl}-ethanone;  
1-{4-hydroxy-3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-  
3-yl}-ethanone;  
8-(3'-methanesulfonyl-biphenyl-3-yl)-6-(1-methanesulfonyl-1-methyl-ethyl)-  
quinoline;  
8-(4'-methanesulfonyl-biphenyl-3-yl)-6-(1-methanesulfonyl-1-methyl-ethyl)-  
quinoline;  
3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-carbonitrile;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(3'-nitro-biphenyl-3-yl)-quinoline;  
{4-chloro-3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-  
yl}-methanol;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-acrylic  
acid methyl ester;  
3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-carbaldehyde;  
2,2,2-trifluoro-1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-  
biphenyl-3-yl}-ethanol;  
{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-  
methanol;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-acrylic  
acid methyl ester;  
8-(2'-methanesulfonylmethyl-biphenyl-3-yl)-6-(1-methanesulfonyl-1-methyl-  
ethyl)-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[2'-([1,3,4]thiadiazol-2-  
ylsulfonylmethyl)-biphenyl-3-yl]-quinoline;  
{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-  
methanol;

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3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-acrylic acid methyl ester;

6-(1-methanesulfonyl-1-methyl-ethyl)-8-[2'-(1-methyl-1H-imidazol-2-ylsulfanyl-methyl)-biphenyl-3-yl]-quinoline;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-propionic acid methyl;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-prop-2-en-1-ol;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-propan-1-ol;

{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-methanol;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-yl}-propionic acid;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-acrylic acid;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-propionic acid;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-acrylic acid;

3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-2-carbonitrile;

6-(1-methanesulfonyl-1-methyl-ethyl)-8-(2'-methylsulfanyl-biphenyl-3-yl)-quinoline;

8-(2'-methanesulfonyl-biphenyl-3-yl)-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;

{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-acetic acid;

3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-carboxylic acid;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-propionic acid methyl ester;

3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-propionic acid;

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2-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-cyclopropanecarboxylic acid methyl ester;  
3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-carboxylic acid amide;  
2-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-cyclopropanecarboxylic acid;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-2-methyl-propionic acid tert-butyl ester;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-2-methyl-propionic acid;  
2-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-2-methyl-propionic acid methyl ester;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-acetic acid;  
1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-cyclopropanecarboxylic acid amide;  
2-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-3-yl}-2-methyl-propionic acid;  
(1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}methylsulfonylmethyl)-cyclopropyl)-acetic acid;  
(1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}methanesulfonylmethyl)-cyclopropyl)-acetic acid;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-acrylic acid methyl ester;  
1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}methyl)-cyclobutanecarboxylic acid;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-{4'-[2-(1H-tetrazol-5-yl)-cyclopropyl]-biphenyl-3-yl}-quinoline;  
(1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}methylsulfonylmethyl)-cyclopropyl)-acetic acid;  
(1-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}methyl)-cyclopropyl)-acetic acid;  
3-{3'-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-biphenyl-4-yl}-acrylic acid;

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or a pharmaceutically acceptable salt thereof.

20. (Original) The compound according to claim 1, consisting of  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(5-trifluoromethyl-pyridin-2-yl)-phenyl]-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(3-methyl-pyridin-2-yl)-phenyl]-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(3-pyridin-3-yl-phenyl)-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(3-pyridin-4-yl-phenyl)-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(5-methanesulfonyl-pyridin-3-yl)-phenyl]-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(6-methylsulfanyl-pyridin-2-yl)-phenyl]-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(6-methylsulfanyl-pyridin-3-yl)-phenyl]-quinoline;  
2-(6-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-pyridin-3-yl)-propan-2-ol;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(6-methyl-pyridin-3-yl)-phenyl]-quinoline;  
5-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-nicotinic acid ethyl ester;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-{3-[6-(propane-2-sulfonyl)-pyridin-3-yl]-phenyl}-quinoline;  
8-[3-(6-benzylxy-pyridin-3-yl)-phenyl]-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
2-(5-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-pyridin-3-yl)-propan-2-ol;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-{3-[5-(2-trimethylsilanyl-ethylsulfanyl)-pyridin-3-yl]-phenyl}-quinoline;  
8-{3-[5-(4-fluoro-benzylsulfanyl)-pyridin-3-yl]-phenyl}-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
N-cyclopropyl-5-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-nicotinamide;

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3-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-5-trifluoromethyl-pyridin-2-ylamine;  
dicyclopropyl-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-2-yl)-methanol;  
8-[3-(6-ethanesulfonyl-pyridin-3-yl)-phenyl]-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
2-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-2-yl)-propan-2-ol;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-[1-oxy-5-(2-trimethylsilanyl-ethanesulfonyl)-pyridin-3-yl]-phenyl]-quinoline;  
8-(3-[5-[1,2-bis-(4-fluoro-phenyl)-ethanesulfonyl]-1-oxy-pyridin-3-yl]-phenyl)-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
8-[3-(5-ethanesulfinyl-1-oxy-pyridin-3-yl)-phenyl]-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(1-oxy-5-trifluoromethyl-pyridin-3-yl)-phenyl]-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(6-methanesulfonyl-5-methyl-pyridin-3-yl)-phenyl]-quinoline;  
3-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-2-yl)-pentan-3-ol;  
(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-3-yl)-methanol;  
difluoro-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-3-ylsulfanyl)-acetic acid ethyl ester;  
difluoro-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-3-ylsulfanyl)-acetic acid;  
(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-2-yl)-methanol;  
1-isopropyl-3-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-2-yl)-urea;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-[5-(2-trimethylsilanyl-ethanesulfonyl)-pyridin-3-yl]-phenyl]-quinoline;  
8-[3-(4-chloro-pyridin-3-yl)-phenyl]-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;

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(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-2-yl)-(4-methylsulfonyl-phenyl)-methanone;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridine-2-carboxylic acid isopropylamide;  
1,1,1,3,3,3-hexafluoro-2-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-3-yl)-propan-2-ol;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-[6-(4-methoxy-benzyloxy)-pyridin-2-yl]-phenyl]-quinoline;  
1,1,1,3,3,3-hexafluoro-2-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-3-yl)-propan-2-ol;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-nicotinic acid;  
1,1,1,3,3,3-hexafluoro-2-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridin-2-yl)-propan-2-ol;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridine-2-carboxylic acid methyl ester;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-pyridine-2-carboxylic acid;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-nicotinic acid;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-nicotinonitrile;  
5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1-oxy-nicotinic acid 2,2-dimethyl-propionyloxymethyl ester;  
8-[3-(5-chloro-1-oxy-pyridin-3-yl)-phenyl]-6-(1-methanesulfonyl-1-methyl-ethyl)-quinoline;  
[1-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridin-2-ylsulfonylmethyl]-cyclopropyl]-acetic acid;  
[1-(5-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-pyridine-2-sulfonylmethyl]-cyclopropyl]-acetic acid;  
6-[3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl]-1H-pyridin-2-one  
or a pharmaceutically acceptable salt thereof.

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21. (Original) The compound according to claim 1, consisting of  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(3-thiophen-2-yl-phenyl)-quinoline;  
1-(5-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-thiophen-  
2-yl)-ethanone;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-[3-(3-methyl-thiophen-2-yl)-phenyl]-  
quinoline;  
5-{3-[6-(1-methanesulfonyl-1-methyl-ethyl)-quinolin-8-yl]-phenyl}-thiophene-2-  
sulfonic acid amide;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(3-quinolin-3-yl-phenyl)-quinoline;  
8-(3-benzo[1,3]dioxol-5-yl-phenyl)-6-(1-methanesulfonyl-1-methyl-ethyl)-  
quinoline;  
or a pharmaceutically acceptable salt thereof.

22. (Original) The compound according to claim 1, consisting of  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(5-phenyl-pyridin-3-yl)-quinoline;  
6-(1-methanesulfonyl-1-methyl-ethyl)-8-(1-oxy-5-phenyl-pyridin-3-yl)-quinoline;  
or a pharmaceutically acceptable salt thereof.

23. (Original) A pharmaceutical composition comprising:  
a therapeutically effective amount of the compound according to claim 1 or a  
pharmaceutically acceptable salt thereof; and a pharmaceutically acceptable carrier.

24. (Cancelled)

25. (Original) A method of treatment or prevention of asthma; chronic bronchitis;  
chronic obstructive pulmonary disease; adult respiratory distress syndrome; infant respiratory  
distress syndrome; cough; chronic obstructive pulmonary disease in animals; adult respiratory  
distress syndrome; ulcerative colitis; Crohn's disease; hypersecretion of gastric acid; bacterial,  
fungal or viral induced sepsis or septic shock; endotoxic shock; laminitis or colic in horses;  
spinal cord trauma; head injury; neurogenic inflammation; pain; reperfusion injury of the brain;  
psoriatic arthritis; rheumatoid arthritis; ankylosing spondylitis; osteoarthritis; inflammation; or  
cytokine-mediated chronic tissue degeneration comprising the step of administering a  
therapeutically effective amount, or a prophylactically effective amount, of the compound  
according to claim 1 or a pharmaceutically acceptable salt thereof.

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26. (Original) A method of treatment or prevention of allergic rhinitis, allergic conjunctivitis, eosinophilic granuloma, osteoporosis, arterial restenosis, atherosclerosis, reperfusion injury of the myocardium chronic glomerulonephritis, vernal conjunctivitis, cachexia, transplant rejection, or graft versus host disease, comprising the step of administering a therapeutically effective amount, or a prophylactically effective amount, of the compound according to claim 1 or a pharmaceutically acceptable salt thereof.

27. (Original) A method of treatment or prevention of depression, memory impairment, monopolar depression, Parkinson disease, Alzheimer's disease, acute and chronic multiple sclerosis, psoriasis, benign or malignant proliferative skin diseases, atopic dermatitis, urticaria, cancer, tumour growth or cancerous invasion of normal tissues, comprising the step of administering a therapeutically effective amount, or a prophylactically effective amount, of the compound according to claim 1 or a pharmaceutically acceptable salt thereof.

28. (Original) A method of enhancing cognition in a healthy subject comprising administering a safe cognition enhancing amount of compound of claim 1.

29. (Presently Amended) A method of enhancing cognition in a healthy subject comprising administering a safe, non-emetic, cognition enhancing amount of compound of claim 1.

30. (Original) A method of enhancing cognition in a healthy subject according to claim 28, wherein the healthy subject is a human 40 years of age or older.

31. (Original) A method of enhancing cognition in a healthy subject according to claim 28, wherein the healthy subject is a human 55 years of age or older.